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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
:
GOL LINHAS AÉREAS INTELIGENTES S.A., : Case No. 24-10118 (MG)
et al., :
:
Debtors.¹ : (Jointly Administered)
:
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**THIRD SUPPLEMENTAL DECLARATION OF BRETT H.
MILLER IN SUPPORT OF THE APPLICATION FOR ENTRY OF AN
ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
WILLKIE FARR & GALLAGHER LLP AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS AS OF FEBRUARY 10, 2024**

I, Brett H. Miller, being duly sworn, state the following under penalty of perjury:

1. I am a partner in the law firm of Willkie Farr & Gallagher LLP (“Willkie” or the “Firm”), with offices at 787 Seventh Avenue, New York, New York 10019, among other locations, and I am duly authorized to make this declaration (the “Third Supplemental Declaration”) on

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: GOL Linhas Aéreas Inteligentes S.A. (N/A); GOL Linhas Aéreas S.A. (0124); GTx S.A. (N/A); GAC, Inc. (N/A); Gol Finance (Luxembourg) (N/A); Gol Finance (Cayman) (N/A); Smiles Fidelidade S.A. (N/A); Smiles Viagens e Turismo S.A. (N/A); Smiles Fidelidade Argentina S.A. (N/A); Smiles Viajes y Turismo S.A. (N/A); Capitânia Air Fundo de Investimento Multimercado Crédito Privado Investimento no Exterior (N/A); Sorriso Fundo de Investimento em Cotas de Fundos de Investimento Multimercado Crédito Privado Investimento no Exterior (N/A); and Gol Equity Finance (N/A). The Debtors’ service address is Praça Comandante Linneu Gomes, S/N, Portaria 3, Jardim Aeroporto, 04626-020 São Paulo, São Paulo, Federative Republic of Brazil.

behalf of Willkie. I am an attorney duly admitted and in good standing to practice before the Bar of the State of New York, the United States Court of Appeals for the Second Circuit, and the United States District Courts for the Southern and Eastern Districts of New York. There are no disciplinary proceedings pending against me.

2. I submit this Third Supplemental Declaration to supplement the disclosures contained in my declarations, filed on March 15, 2024 [Docket No. 275, Ex. C], April 8, 2024 [Docket No. 434], and June 17, 2024 [Docket No. 724], submitted in connection with the application of the Official Committee of Unsecured Creditors (the “Committee”) to retain Willkie as counsel to the Committee in these chapter 11 cases effective as of February 10, 2024 [Docket No. 275] (the “Application”). An order approving the Application was entered on April 10, 2024 [Docket No. 468] (the “Order”).

3. As set forth in paragraph 4 of the Order, Willkie agreed to disclose any periodic adjustments to its rates by filing a supplemental declaration. Willkie’s hourly rates will be adjusted on October 1, 2024. Accordingly, the purpose of this Third Supplemental Declaration is to disclose that as of October 1, 2024: (a) the Willkie partners that may provide services to the Committee in these cases will have standard hourly rates ranging from \$1,825–\$2,500; (b) the Willkie associates (including discovery and document review attorneys) and counsel that may provide services to the Committee in these cases will have standard hourly rates ranging from \$535–\$1,625; and (c) the paraprofessionals that may work on these cases will have standard hourly rates ranging from \$380–\$650. The Committee has consented to the rate increase.

4. I continue to believe Willkie is eligible for retention and employment by the Committee pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code and the applicable Bankruptcy Rules and Local Rules.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: September 17, 2024
New York, New York

/s/ Brett H. Miller

Brett H. Miller
Willkie Farr & Gallagher LLP